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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

|                                   |   |                 |
|-----------------------------------|---|-----------------|
| In re                             | ) | Chapter 11 Case |
|                                   | ) |                 |
| DELPHI CORPORATION, <i>et al.</i> | ) | No. 05-44481    |
|                                   | ) |                 |
| Debtors.                          | ) |                 |
|                                   | ) |                 |

**AMENDED NOTICE OF APPEARANCE AND  
DEMAND FOR SERVICE OF PAPERS**

To: Kathleen Farrell  
Clerk of the Court  
United States Bankruptcy Court  
One Bowling Green, Sixth Floor  
New York, NY 10004-1408

Alicia M. Leonhard, Esq.  
Office of the U.S. Trustee  
33 Whitehall Street  
New York, NY 10004

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New York, NY 10036

PLEASE TAKE NOTICE, that the undersigned counsel hereby files its Notice of Appearance as counsel to Priority Health with an address of 1231 East Beltline, N.E., Grand Rapids, Michigan 49505, in the above-captioned Chapter 11 case. Pursuant to Rules 2002 and 9010(b) of the Rules of Bankruptcy Procedure, we request that all notices given or required to be

given in the above Chapter 11 case be given to and served upon the undersigned at the office, address, and telephone number set forth below.

PLEASE TAKE FURTHER NOTICE that the foregoing demand includes not only notices and papers but also includes, without limitation, orders and notices of any applications, motions, petitions, pleadings, complaints, or demands transmitted or conveyed by mail delivery, telephone, telegraph, telex, or otherwise which affect the above-captioned debtor or its property.

PLEASE TAKE FURTHER NOTICE that the submission and filing of this notice and demand constitutes a "special appearance" and is not intended to be, nor shall it be deemed a consent to, or a waiver of, the right to challenge jurisdiction of this Court to adjudicate noncore matters, which right Priority Health expressly reserve without prejudice.

Dated: October 18, 2005

BARNES & THORNBURG LLP  
Counsel to Priority Health

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